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WC 08-212

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

DOCKET FILE COPY ORIGINAL
Approved by OMB
1060-0589
Page 1 of 1

(1) LOCKBOX # 979091		SECTION A - PAYER INFORMATION	
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Holland & Knight LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$965.00	
(4) STREET ADDRESS LINE NO. 1 2099 Pennsylvania Avenue, NW, Ste. 100			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20006-6801
(9) DAYTIME TELEPHONE NUMBER (include area code) (202)955-3000		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0004148995			
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME TDS Telecommunications Corporation			
(14) STREET ADDRESS LINE NO. 1 525 Junction Road			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Madison		(17) STATE WI	(18) ZIP CODE 53717
(19) DAYTIME TELEPHONE NUMBER (include area code) 608-664-4824		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0004948105			
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$965.00	(27A) TOTAL FEE \$965.00		
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE		
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>Peter M. Connolly</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE <u><i>Peter M. Connolly</i></u>		DATE <u>October 2, 2008</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

JULY 2005

Holland+Knight

Tel 202 955 3000

Fax 202 955 5564

Holland & Knight LLP

2099 Pennsylvania Avenue, N.W., Suite 100

Washington, D.C. 20006-6801

www.hklaw.com

October 2, 2008

Peter M. Connolly

202 862 5989

peter.connolly@hklaw.com

Via Overnight Delivery

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau Applications
P.O. Box 979091
St. Louis, MO 63197-9000.

**Re: Application of TDS Telecommunications Corporation and State Long Distance
Telcom, Ltd. For Consent To Transfer Domestic 214 Authority held by State
Long Distance Telephone Company**

Dear Ms. Dortch:

On behalf of TDS Telecommunications Corporation ("TDS Telecom") and State Long Distance Telcom, Ltd. ("SLD"), I enclose an original of an Application To Transfer Control of the Domestic Section 214 Authority held by State Long Distance Telephone Company, a wholly owned subsidiary of SLD, to TDS Telecom. Included in this package are a completed form 159 and a check in the amount of \$965.00 to cover the filing for this Application.

I also enclose a single page to be date stamped and returned to our office in the attached UPS envelope.

In the event that there are questions concerning the application, please contact the undersigned.

Very truly yours,



Peter M. Connolly

Enclosures

5646571_v1

In the Matter of

State Long Distance Telcom, Ltd.

For Grant of Authority Pursuant to Section
214 of the Communications Act As
Amended, and Section 63.04 of the
Commission's Rules For Transfer of
Control of State Long Distance Telcom,
Ltd.

State Long Distance Telcom, Ltd. ("SLD" or "Transferor") and its wholly owned subsidiary State Long Distance Telephone Company ("State LD") and TDS Telecommunications Corporation ("TDS Telecom" or "Transferee") hereby seek authorization to transfer control of the blanket Section 214 authorization held by State LD to TDS Telecom.

SLD, a Wisconsin corporation, is the parent company of State LD, a Wisconsin corporation and local exchange carrier serving Elkhorn, Wisconsin and surrounding townships in Walworth County, Wisconsin. State LD currently serves 11,578 access lines (including access line equivalents) with one exchange, the State LD exchange. The transfer of control is part of a transaction in which SLD will merge with and into State Long Distance Telecom, LLC, a Delaware limited liability company and a wholly owned subsidiary of the TDS Telecom. The shareholders of SLD will receive cash for their shares in SLD. The shares of SLD will be cancelled upon consummation of the merger. State Long Distance Telecom, LLC will be the

surviving entity of the merger and will be a wholly owned subsidiary of TDS Telecom, which in turn is a wholly owned subsidiary of Telephone and Data Systems, Inc. ("TDS").

TDS, through TDS Telecom, provides local, long distance, and broadband service. It serves suburban and rural communities in over 30 states through its incumbent local exchange carrier business, as well as through its competitive local exchange carrier business, which it operates under the brand TDS Metrocom. In total, the companies serve over 1.2 million access line equivalents.

TDS also owns 80.8 percent of United States Cellular Corporation ("USCC"), the nation's sixth largest wireless telecommunications provider. USCC provides service to over six million customers in 26 states.

Information Required By Section 63.04 of the Rules.

1. Name, Address and Telephone Number of Each Applicant.

Transferor:

State Long Distance Telcom, Ltd. ("SLD")
216 West Walworth Street
Elkhorn, WI 53121
ATTN: Jerry Guetschow
Telephone: 262-723-5300

Transferee:

TDS Telecommunications Corporation
525 Junction Road
Madison, WI 53717
ATTN: Michael Zalewski
Telephone: 608-664-4086

2. Section 63.04(a)(2) – Jurisdiction of Organization:

Transferor:

SLD is a Wisconsin corporation.

Transferee:

TDS Telecom is a Delaware corporation.

3. Section 63.03(a)(3) – correspondence concerning this Application should be sent to:

Transferor:

Jerry Guetschow, Secretary and Treasurer
216 West Walworth Street
Elkhorn, WI 53121
Telephone: 262-723-5300

With a copy to:

John B. Adams
The Adams Legal Firm, LLC
626C Admiral Drive #312
Annapolis, MD 21401
Telephone: 202-448-9033

Transferee:

Michael Zalewski
Vice President, Business Development
TDS Telecom
525 Junction Road
Madison, WI 53717
Telephone: 608-664-4086

With a copy to:

Peter M. Connolly
Holland & Knight LLP
2099 Pennsylvania Avenue, NW, Suite 100
Washington, DC 20006
Telephone: 202-862-5989

4. Section 63.04: Name, Address, Citizenship, Principal Place of Business and Ownership Interest of Owners of Ten Percent or More of Each Applicant.

Transferor:

SLD, is a Wisconsin corporation with a principal place of business at 216 West Walworth Street, Elkhorn, WI 53121. The following United States citizens hold approximately 77% of the stock of State Long Distance Telecom, Ltd.:

Name	Principal Business	Ownership
Percentage		

William Wiswell	Telephone Executive	26.97%
Grant Wiswell	Telephone Executive	25.62%
Charles Coleman	State Legislator (retired)	24.20%

Their principal place of business is the same as that of SLD.

Approximately 60 small shareholders hold the remaining 23% of the capital stock of SLD, each of whom own less than 3% of the capital stock.

Transferee:

As previously noted, TDS Telecom is a wholly owned subsidiary of TDS.

TDS is controlled by a Voting Trust whose trustees are LeRoy T. Carlson, Jr, Walter C.D. Carlson, Prudence E. Carlson, and Dr. Letitia G.C. Carlson. They are brothers and sisters and U.S. citizens. The address of the trust is TDS's business address:

30 North LaSalle Street
Chicago, IL 60602

LeRoy T. Carlson, Jr. is the President of TDS and Walter C. D. Carlson is its Chairman.

The Voting Trust controls 52.3% of the voting power of TDS's total shares that vote in matters other than the election of directors and 94.4% of the Series A Common Shares which elect eight of TDS's 12 directors. No other individual or entity controls 10 percent or greater voting interest in TDS. Further information regarding TDS can be found in its Form 602, "FCC Ownership Disclosure Information for the Wireless Telecommunications Services" on file with the Commission.

5. Section 63.04(a)(5) – Certification That No Party is Subject to Denial of Federal Benefits.

Applicants certify that they are not subject to denial of Federal Benefits pursuant to Section 5031 of the Drug Abuse Act of 1988, 21 U.S.C. § 854(a)

6. Section 63.04(a)(6) – Description of Transaction.

See "Background" discussion above.

7. Section 63.04(a)(7) Description of Geographic Areas in which Transferor and Transferee and Their Affiliates Offer Domestic Telecommunications Services.

Transferor:

SLD is the parent company of State LD, a local exchange carrier serving 9,325 access lines and 2,253 access line equivalents in Elkhorn, Wisconsin and surrounding townships in Walworth County, Wisconsin, the State LD exchange.

Transferee:

TDS was founded in 1969 with the purchase of ten small telephone carriers in Wisconsin. Over the years, TDS has grown as a landline carrier in large part by acquiring many small ILECs and developing economies of scale in equipment procurement, operations, financing and other areas. TDS conducts its telephone operations through 112 ILEC subsidiaries, ranging in size from about 500 to 64,000 access lines.

TDS currently operates twenty ILECs in Wisconsin. They are listed in the organization chart attached hereto as Attachment A. Those companies provide service to 128,109 access lines and 178,664 access line equivalents in Wisconsin. A chart attached hereto as Attachment B provides full information regarding the exchanges each company serves in Wisconsin and the number of customers served by each exchange. None of those exchanges overlap or are adjacent to the exchange served by State LD.

TDS Telecom also provides service in Wisconsin through its competitive local exchange carrier (CLEC) TDS Metrocom, LLC. As is shown in the chart attached hereto as Attachment C, TDS Metrocom provides service to 146,059 access lines and 200,101 access line equivalents in Wisconsin through its arrangements with AT&T. None of TDS Metrocom's exchanges overlap or are adjacent to the State LD exchange. See map attached hereto as Attachment D.

According to the FCC's Wireline Competition Bureau, as of June 30, 2007, Wisconsin had a total of 2,375,288 ILEC access lines and 688,513 CLEC access lines, for a total of 3,063,801 access lines.¹ Thus, TDS Telecom serves approximately 5.4 percent of the total ILEC access lines in Wisconsin. If its access line equivalents are included, it serves approximately 12.9 percent. If both CLEC and ILEC access lines are included, TDS Telecom serves approximately 8.9 percent of the total ILEC and CLEC access lines in Wisconsin. If both CLEC and ILEC access lines and access line equivalents are included, TDS Telecom serves approximately 21.3 percent of the total ILEC and CLEC access lines in Wisconsin, which continues to be dominated by AT&T and Verizon.

Upon consummation of this transaction, TDS will thus serve approximately 318,351 ILEC access lines (including access line equivalents) in Wisconsin, or approximately 13.4 percent of the ILEC access line equivalents and 21.69 percent of the total access lines, including CLEC access lines, in the state, increases of 0.5 percent and 0.39 percent respectively. Thus, from the standpoint of potential market concentration, this transaction will have essentially no impact on wireline competition in Wisconsin.

TDS's subsidiary USCC, through subsidiaries, provides wireless service through cellular and PCS authorizations in forty-two Wisconsin counties. USCC's wireless authorizations are summarized in the chart attached hereto as Attachment E. It

¹ See "Trends in Telephone Service," Industry Analysis and Technology Division, August 2008, Table 8.5.

should be noted that USCC does provide wireless service in Walworth County, Wisconsin, in which the State LD exchange is located.

However, USCC and TDS Telecom, though commonly owned, operate separately and do not market their services jointly. TDS Telecom uses entirely separate facilities from USCC. The companies also brand their services independently and use separate billing services. Thus, this acquisition would have no impact on USCC's operations in the relevant counties and obviously would have no impact on wireless competition in Walworth County.

8. Section 63.04(a)(8) – Statement as to How This Application Fits Into The Streamlined Category.

The application qualifies for streamlined treatment under Section 63.03(b) 2(iii) of the Rules. TDS Telecom hereby verifies that it holds fewer than two percent of the nation's access lines.² TDS Telecom and State LD are independent local exchange carriers as defined in Section 64.1902 of the FCC's Rules. Moreover, TDS Telecom provides competitive telephone exchange services and exchange access services only in areas served by dominant local exchange carriers which are not parties to this transaction.

9. Section 63.04(a)(9) – Identification of All Other Commission Applications Related to this Translation.

There will be one other FCC transfer application related to this transaction. The applicants are also transferring control of State LD's "International" Section 214 authority (File No. ITC-214-20080527-00242).

10. Section 63.04(a)(10) – Statement of Whether Application are Requesting Special Consideration Because Either Party To This Transaction is Facing Imminent Business Failure.

Applicants seek no such special consideration.

11. Section 63.04(a)(11) – Identification of Any Separately Filed Waiver Requests Sought In Conjunction With This Transaction.

Applicants have filed no separate waiver requests in conjunction with this filing.

12. Section 63.04(a)(12) – Statement Showing How Grant of Application Will Serve The Public Convenience and Necessity.

Grant of the application will serve the public interest, convenience and necessity. TDS will be able to offer State LD's customers access to the state of the art service all its companies provide, supported by the economies of scale and scope which a holding company can offer its subsidiaries.

² See Trends in Telephone Service," Industry Analysis and Technology Division. August 2008, Table 7.1 (stating that there were 140,029,044 ILEC access lines and 167,504,016 ILEC and CLEC access lines in the United States as of 2006.) This is the most recent report available. TDS Telecom serves approximately 1.2 million access lines, including both its ILEC and CLEC access lines and access line equivalents.

For the foregoing reasons, the applicants respectfully request that the Commission grant the authority requested in this application.

Respectfully submitted,

State Long Distance Telecom, Ltd.

By: Jerry Guetcho

Name: JERRY GUETCHOW

Title: SECRETARY & TREASURER

Date: 10/1/2008

TDS Telecommunications Corporation

By: _____

Name: _____

Title: _____

Date: _____

For the foregoing reasons, the applicants respectfully request that the Commission grant the authority requested in this application.

Respectfully submitted,

State Long Distance Telecom, Ltd.

By: _____

Name: _____

Title: _____

Date: _____

TDS Telecommunications Corporation

By: Michael Zalewski

Name: Michael Zalewski

Title: Vice President - Business Development

Date: Oct 1, 2008

Telephone and Data System's, Inc. Declaration

I, Michael Zalewski, Vice President of Business Development, TDS Telecommunications Corporation ("TDS"), certify that the information in the foregoing Application as it pertains to TDS Telecom is true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 1 day of October, 2008.

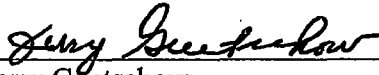

Michael Zalewski

State Long Distance Telcom, Ltd. Declaration

I, Jerry Guetschow, Secretary and Treasurer, State Long Distance Telcom, Ltd. ("SLD"),
certify that the information in the foregoing Application as it pertains to SLD is true and correct to
the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 1st day of October, 2008.

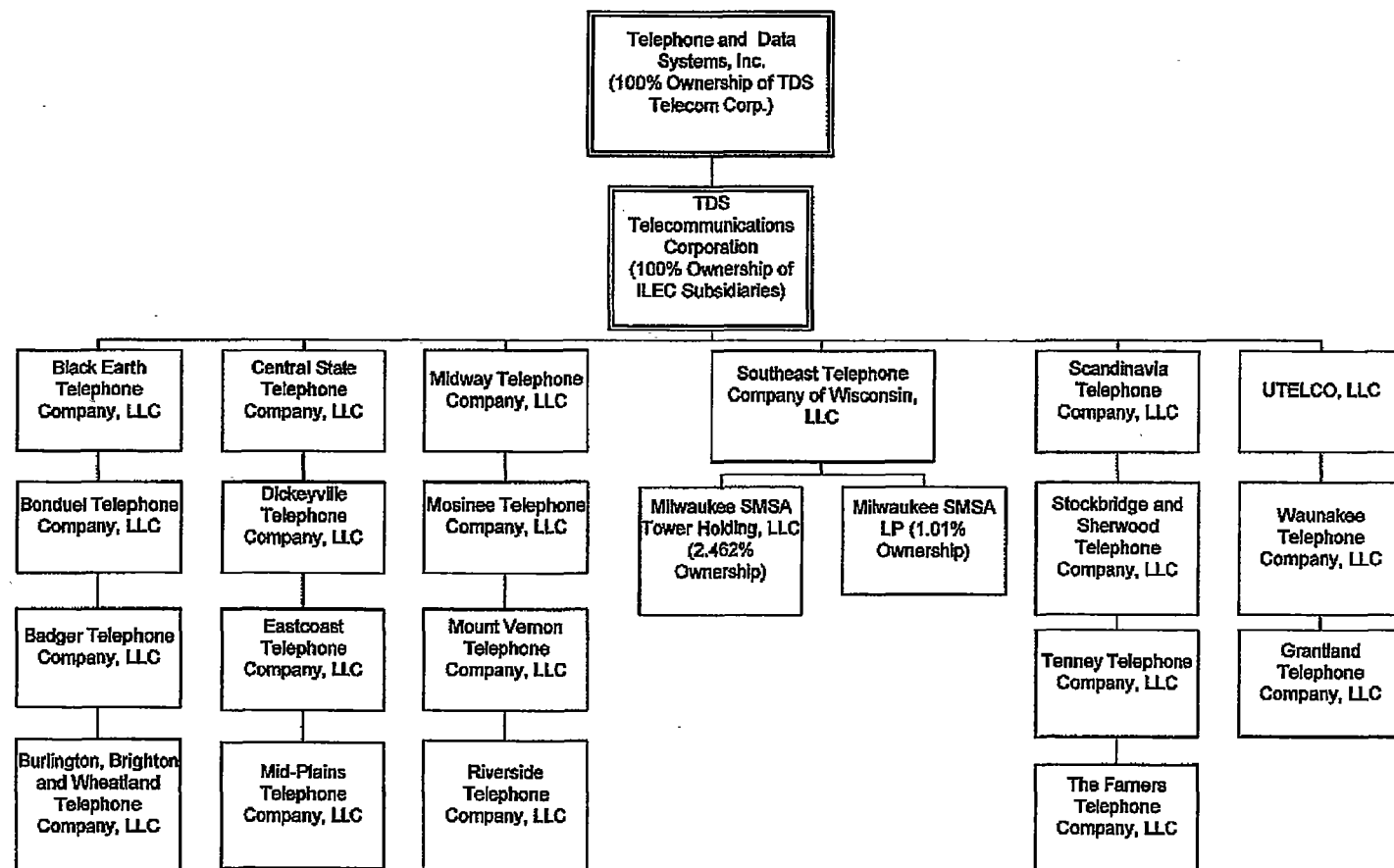


Jerry Guetschow

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ATTACHMENT A

TDS TELECOM WISCONSIN ORGANIZATION CHART



ATTACHMENT B

TDS ILEC WISCONSIN ACCESS LINES

**TDS Telecom ILEC Access Lines in Wisconsin
(July 2008)**

Company Name	Exchange	Total Access Lines	Equivalent Access Lines
BADGER TELECOM, INC.	CHILI	441	447
BADGER TELECOM, INC.	GRANTON	673	687
BADGER TELECOM, INC.	GREENWOOD	1,578	1,646
BADGER TELECOM, INC.	NEILLSVILLE	3,476	3,827
BADGER TELECOM, INC.	NEILLSVILLE - INTERNET	0	1,151
BLACK EARTH TELEPHONE COMPANY	BLACK EARTH	1,373	1,373
BLACK EARTH TELEPHONE COMPANY	BLACK EARTH - INTERNET	0	462
BONDUEL TELEPHONE COMPANY	BONDUEL	1,880	1,972
BONDUEL TELEPHONE COMPANY	BONDUEL - INTERNET	0	270
BURLINGTON, BRIGHTON & WHEATLAND TELEPHONE COMPANY	BOHNERS LAKE	1,571	1,692
BURLINGTON, BRIGHTON & WHEATLAND TELEPHONE COMPANY	NEW MUNSTER - INTERNET	0	841
BURLINGTON, BRIGHTON & WHEATLAND TELEPHONE COMPANY	WHEATLAND	1,766	1,771
CENTRAL STATE TELEPHONE COMPANY	AUBURNDALE	1,559	1,744
CENTRAL STATE TELEPHONE COMPANY	CRANMOOR	394	394
CENTRAL STATE TELEPHONE COMPANY	JUNCTION CITY	1,518	1,520
CENTRAL STATE TELEPHONE COMPANY	LINDSEY	1,071	1,074
CENTRAL STATE TELEPHONE COMPANY	MILL CREEK	263	285
CENTRAL STATE TELEPHONE COMPANY	NECEDAH	2,298	2,462
CENTRAL STATE TELEPHONE COMPANY	PITTSVILLE	1,626	1,653
CENTRAL STATE TELEPHONE COMPANY	VESPER	797	822
CENTRAL STATE TELEPHONE COMPANY	VESPER - INTERNET	0	2,592
DICKEYVILLE TELEPHONE CORP	DICKEYVILLE	1,178	1,179
DICKEYVILLE TELEPHONE CORP	DICKEYVILLE - INTERNET	0	480
EASTCOAST TELECOM, INC.	CLEVELAND	1,181	1,253
EASTCOAST TELECOM, INC.	CLEVELAND - INTERNET	0	916
EASTCOAST TELECOM, INC.	HOWARDS GROVE	2,029	2,215
EASTCOAST TELECOM, INC.	COLLINS	328	328
EASTCOAST TELECOM, INC.	ST NAZIANZ	735	759
EASTCOAST TELECOM, INC.	VALDERS	1,108	1,140
EASTCOAST TELECOM, INC.	VALDERS - INTERNET	0	626
FARMERS TELEPHONE CO	BEETOWN	525	525
FARMERS TELEPHONE CO	CASSVILLE	877	900
FARMERS TELEPHONE CO	LANCASTER	3,605	4,049
FARMERS TELEPHONE CO	LANCASTER - INTERNET	0	2,039
FARMERS TELEPHONE CO	POTOSI	1,001	1,001
GRANTLAND TELECOM, INC.	BAGLEY	447	447
GRANTLAND TELECOM, INC.	BLOOMINGTON	837	837
GRANTLAND TELECOM, INC.	DODGEVILLE - INTERNET	0	0
GRANTLAND TELECOM, INC.	FENNIMORE	1,670	1,714
GRANTLAND TELECOM, INC.	FENNIMORE - INTERNET	0	1,329

**TDS Telecom ILEC Access Lines in Wisconsin
(July 2008)**

Company Name	Exchange	Total Access Lines	Equivalent Access Lines
GRANTLAND TELECOM, INC.	MT HOPE	517	517
GRANTLAND TELECOM, INC.	WOODMAN	128	128
MID-PLAINS TELEPHONE COMPNAY	CROSS PLAINS	2,873	3,074
MID-PLAINS TELEPHONE COMPNAY	MIDDLETON	22,567	28,517
MID-PLAINS TELEPHONE COMPNAY	MIDDLETON - CSC	8	13
MID-PLAINS TELEPHONE COMPNAY	MIDDLETON - INTERNET	0	8,449
MIDWAY TELEPHONE COMPANY	DORCHESTER	1,022	1,161
MIDWAY TELEPHONE COMPANY	MEDFORD	5,216	5,652
MIDWAY TELEPHONE COMPANY	MEDFORD - INTERNET	0	1,680
MIDWAY TELEPHONE COMPANY	PERKINSTOWN	903	903
MIDWAY TELEPHONE COMPANY	STETSONVILLE	978	982
MOSINEE TELEPHONE COMPANY	MOSINEE	4,709	4,709
MOSINEE TELEPHONE COMPANY	MOSINEE - INTERNET	0	1,176
MT. VERNON TELEPHONE COMPANY	MT VERNON	596	596
MT. VERNON TELEPHONE COMPANY	NEW GLARUS	1,883	1,885
MT. VERNON TELEPHONE COMPANY	VERONA	8,959	9,500
MT. VERNON TELEPHONE COMPANY	VERONA - CSC	1	1
MT. VERNON TELEPHONE COMPANY	VERONA - INTERNET	0	5,229
RIVERSIDE TELECOM, INC.	JOHNSON CREEK	2,377	2,568
RIVERSIDE TELECOM, INC.	JOHNSON CREEK - INTERNET	0	639
RIVERSIDE TELECOM, INC.	REESEVILLE	978	978
RIVERSIDE TELECOM, INC.	REESEVILLE - INTERNET	0	174
SCANDINAVIA TELEPHONE COMPANY	IOLA	1,940	1,984
SCANDINAVIA TELEPHONE COMPANY	IOLA - INTERNET	0	567
SCANDINAVIA TELEPHONE COMPANY	SCANDINAVIA	501	616
SOUTHEAST	WATERFORD	6,227	6,455
SOUTHEAST	WATERFORD - INTERNET	0	2,185
SOUTHEAST	WIND LAKE	2,823	2,824
STOCKBRIDGE & SHERWOOD TEL. CO	HILBERT	47	47
STOCKBRIDGE & SHERWOOD TEL. CO	SHERWOOD	1,543	1,589
STOCKBRIDGE & SHERWOOD TEL. CO	SHERWOOD - INTERNET	0	637
STOCKBRIDGE & SHERWOOD TEL. CO	STOCKBRIDGE	641	641
STOCKBRIDGE & SHERWOOD TEL. CO	TISCH MILLS	587	610
TENNEY TELEPHONE COMPANY	ALMA	1,113	1,159
TENNEY TELEPHONE COMPANY	ALMA - INTERNET	0	166
UTELCO, INC.	ALBANY	1,162	1,163
UTELCO, INC.	BLANCHARDVILLE	922	922
UTELCO, INC.	BROWNTOWN	536	537
UTELCO, INC.	JUDA	558	559
UTELCO, INC.	MONROE	9,486	9,925

**TDS Telecom ILEC Access Lines in Wisconsin
(July 2008)**

Company Name	Exchange	Total Access Lines	Equivalent Access Lines
UTELCO, INC.	MONROE - INTERNET	0	4,670
UTELCO, INC.	MONTICELLO	1,012	1,863
UTELCO, INC.	SOUTH WAYNE	478	479
UTELCO, INC.	WOODFORD	126	126
WAUNAKEE TELEPHONE COMPANY	WAUNAKEE	6,887	7,198
WAUNAKEE TELEPHONE COMPANY	WAUNAKEE - INTERNET	0	2,789
Total		128,109	178,664

ATTACHMENT C

TDS METROCOM ACCESS LINES

**TDS Telecom CLEC Access Lines in Wisconsin
(July 2008)**

Market Area	Total Access Lines	Equivalent Access Lines
APPLETON	12,031	16,253
BELOIT	2,680	3,396
DE PERE	3,594	4,931
FOND DU LAC	4,989	6,230
FOX VALLEY - CSC	-	32
GREEN BAY	11,505	15,186
JANESVILLE	3,278	4,509
KAUKAUNA - CSC	-	8
KENOSHA	7,675	9,701
MADISON	31,248	46,710
MENOMONEE FALLS	1,026	1,592
MIDDLETON	6,124	8,539
MILWAUKEE 1	17,964	24,642
MILWAUKEE 2	8,996	12,022
MILWAUKEE 3	3,589	4,358
MILWAUKEE 4	360	602
MILWAUKEE 5	2,780	3,549
NENNAH	5,216	7,145
OSHKOSH	3,745	4,873
PARKSIDE	360	455
PEWAUKEE	1,085	1,473
RACINE	8,646	11,316
SOMERS	25	69
STOUGHTON	1,732	2,405
WAUKESHA	7,411	10,105
Total	146,059	200,101

ATTACHMENT D

MAP OF TDS TELECOM, TDS METROCOM, and STATE LD WISCONSIN EXCHANGES

State Long Distance & TDS Telecom

State Long Distance

TDS Exchanges

ILEC

CLEC

W I S C O N S I N

